

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of New York
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Operadora del Golfo de México, S.A. de C.V.

2. All other names debtor used in the last 8 years OGM

Include any assumed names,
trade names, and *doing business*
as names

3. Debtor's federal Employer Identification Number (EIN) GPO920120440
— — — — —

4. Debtor's address

Principal place of business

Prolongación Paseo de la
Reforma 1015, Torre A, Piso 9

Number	Street
--------	--------

Col. Santa Fe Cuajimalpa, Alcaldía Cuajimalpa

Mexico City Mexico

City	State	ZIP Code
------	-------	----------

Mailing address, if different from principal place of business

Number	Street
--------	--------

P.O. Box

City	State	ZIP Code
------	-------	----------

Location of principal assets, if different from principal place of business

Number	Street
--------	--------

City	State	ZIP Code
------	-------	----------

5. Debtor's website (URL)

Debtor Operadora del Golfo de México, S.A. de C.V. Case number (if known) _____
Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7 2 1 1

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ A plan is being filed with this petition.
- ☒ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

Debtor Operadora del Golfo de México, S.A. de C.V. Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor Grupo Posadas S.A.B. de C.V Relationship Affiliate

District Southern District of New York When 10 / 26 / 2021

List all cases. If more than 1, attach a separate list.

Case number, if known _____

MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor Operadora del Golfo de México, S.A. de C.V.
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10 / 26 / 2021
MM / DD / YYYY

x 

Signature of authorized representative of debtor

Jose Carlos Azcárraga Andrade

Printed name

Title CEO

Debtor Operadora del Golfo de México, S.A. de C.V. Case number (if known) _____
Name

18. Signature of attorney

X

/s/ Jane VanLare
Signature of attorney for debtor

Date 10 / 26 / 2021
MM / DD / YYYY

Jane VanLare

Printed name

Cleary Gottlieb Steen & Hamilton LLP

Firm name

One Liberty Plaza

Number Street

New York

City

NY 10006

State ZIP Code

212-225-2872

Contact phone

jvanlare@cgsh.com

Email address

4610655

Bar number

New York

State

SCHEDULE 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”), filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York. The Debtors have moved for joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of Grupo Posadas S.A.B. de C.V.

1. Grupo Posadas S.A.B. de C.V.
2. Operadora del Golfo de Mexico, S.A. de C.V.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Operadora del Golfo de Mexico, S.A. de C.V.,
et al.,

Debtors.

Chapter 11

Case No.: 21-[]

Joint Administration Pending

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the Debtor's equity interests:

Shareholder	Approximate Percentage of Equity Interests Held
Grupo Posadas S.A.B. de C.V.	100.00%

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Grupo Posadas S.A.B. de C.V., *et al.*,¹

Debtors.

Chapter 11

Case No.: 21-[]

Joint Administration Pending

**CONSOLIDATED LIST OF CREDITORS
HOLDING FIVE LARGEST SECURED CLAIMS**

The following is a list of those creditors holding the five largest secured claims against the Debtors, on a consolidated basis, excluding claims of insiders as defined in 11 U.S.C. § 101(31), as of October 26, 2021. This list has been prepared from the books and records of the Debtors for filing in the Debtors' chapter 11 cases.

The information set forth herein shall not constitute an admission of liability by, nor is binding on, the Debtors, nor shall it bind the Debtors or their estates as to the amount, nature and status of any claim. Any amounts listed herein are estimated, on a preliminary basis, and subject to verification. The Debtors reserve any and all rights to assert that any debt or claim included herein is a disputed claim or debt, and to challenge the priority, nature, amount or status of any such claim or debt. The descriptions of the collateral securing the underlying obligations are intended only as brief summaries. In the event of any inconsistencies between the summaries set forth below and the respective corporate and legal documents relating to such obligations, the descriptions in the corporate and legal documents shall control.

¹ The Debtors, together with each of the Debtor's tax identification number, as applicable, are: Grupo Posadas S.A.B. de C.V. (GPO920120440), and Operadora del Golfo de Mexico, S.A. de C.V. (OGM8712127Z2). The location of the corporate headquarters and the service address for Grupo Posadas S.A.B. de C.V. is: Prolongación Paseo de la Reforma No. 1015 Torre A, Piso 9 Colonia Santa Fe, Alcaldía Cuajimalpa de Morelos, C.P. 05348, Mexico City, Mexico.

	Name of Creditor and Complete Mailing Address	Claim Amount	Collateral Description	Estimated Value of Collateral
1.	Servicio de Administración Tributaria Bahía de Santa Bárbara No. 23. Col Verónica Anzures, Alcaldía Miguel Hidalgo, C.P. 11300 CDMX, Mexico	\$11,212,121.21	Real estate	\$8,800,000
2.	Banca Mifel, S.A., Institución de Banca Múltiple, Grupo Financiero Mifel Presidente Masaryk 214, Piso 2, Colonia Polanco Chapultepec, C.P. 11560 CDMX, Mexico	\$4,900,000	Cash deposits	\$4,900,000
3.	Aseguradora Aserta, S.A. de C.V., Grupo Financiero Aserta Bahía de Santa Bárbara No. 23. Col Verónica Anzures, Alcaldía Miguel Hidalgo, C.P. 11300 CDMX, Mexico	\$1,748,000	Cash deposit	\$1,748,000
4.	Restel, S.A. Calle Xaudaro 24, C.P. 28034 Madrid, Spain	\$50,000	Cash deposit	\$60,000
5.	Chubb Fianzas Monterrey Aseguradora de Caución, S.A. Av. Paseo de la Reforma No. 250 Torre Niza, Piso 7, Colonia Juárez, Cuauhtémoc, C.P. 06600 CDMX, Mexico	\$43,000	Cash deposit	\$43,000

Fill in this information to identify the case and this filing:

Debtor Name Operadora del Golfo de México, S.A. de C.V.
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement; Top 5 Secured Creditors List

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10 / 26 / 2021
MM / DD / YYYY

x


Signature of individual signing on behalf of debtor

Arturo Martinez del Campo Saucedo
Printed name

Vice-President Management and Finance
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name: Grupo Posadas S.A.B. de C.V.
United States Bankruptcy Court for the Southern District of New York
Case number (If known):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors (whether secured by assets of the Debtors or otherwise), unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim	Indicate if claim is contingent, unliquidated, disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	7.875% Senior Notes due 2022 Danny Lee, Vice President Citibank, N.A. Agency & Trust 388 Greenwich Street, New York, NY 10013	Danny Lee, Vice President Citibank, N.A. Agency & Trust 388 Greenwich Street, New York, NY 10013 (P) 212.816.4936 (F) 347.632.8640 danny1.lee@citi.com	Unsecured Debt				\$392,605,000.00
2	Servicio de Administración Tributaria (Internal Revenue Services) Bahía de Santa Bárbara No. 23. Col Verónica Anzures Alcaldía Miguel Hidalgo, C.P. 11300 CDMX		Unsecured Debt (Tax Credits) March 2022 installment				\$17,715,671.64
3	Servicio de Administración Tributaria (Internal Revenue Services) Bahía de Santa Bárbara No. 23. Col Verónica Anzures Alcaldía Miguel Hidalgo, C.P. 11301 CDMX		Unsecured Debt (Tax Credits) March 2023 installment				\$17,715,671.64
4	SIGMA FOODSERVICE COMERCIAL S DE RL DE CV Acueducto 610 Industrial El Lechugal Santa Catarina Santa Catarina Nuevo Leon, Cp 66378 Mexico		Unsecured				\$1,185,532.24
5	PROMOTORA TORCAZ SA DE CV Monte Elbruz 124-201 Polanco Miguel Hidalgo Mexico Distrito Federal, Cp 11560 Mexico		Unsecured				\$1,023,012.74
6	ACCENTURE SC Blvd Manuel A Camacho 138 Piso 7 Lomas De Chapultepec Miguel Hidalgo Mexico Distrito Federal, Cp 11000 Mexico		Unsecured				\$678,661.88
7	TRAVELCLICK INC 300 N Martingale Suite 500 Schaumburg IL 60173 US		Unsecured				\$598,479.77
8	BOOKING COM BV Bp Amsterdam 1000 Amsterdam Amsterdam, NY CP 1639 Amsterdam		Unsecured				\$507,010.80
9	ORACLE DE MEXICO SA DE CV Montes Urales 470 P B Lomas De Chapultepec Miguel Hidalgo Mexico Distrito Federal, Cp 11000 Mexico		Unsecured				\$381,661.50
10	TELEFONOS DE MEXICO SAB DE CV Parque Via 198 Sta Maria La Ribera Cuauhtemoc Mexico Distrito Federal, Cp 6500 Mexico		Unsecured				\$371,149.10
11	GRUPO POSADAS SAB DE CV-FACCG Blvd Kokulkan Km 16.5 Lote 44 Zona Hotelera Sur Cancun Quintana Roo, Cp Mexico		Unsecured				\$367,539.79

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim	Indicate if claim is contingent, unliquidated, disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
12	ACCENTURE SC Blvd Manuel A Camacho 138 Piso 7 Lomas De Chapultepec, Miguel Hidalgo Mexico, Distrito Federal, Cp 11000		Unsecured				\$246,870.13
13	NEKOTEC TECNOLOGIA SA DE CV Av De La Palma 8 6 Piso San Fernando La Herradura Miguel Hidalgo Mexico Distrito Federal, Cp 52787 Mexico		Unsecured				\$244,375.74
14	GALAZ YAMAZAKI RUIZ URQUIZA SC Paseo De La Reforma 489 Piso 6 Cuauhtemoc Cuauhtemoc Mexico Distrito Federal, Cp 6500 Mexico		Unsecured				\$235,488.63
15	TCA SOFTWARE SOLUTIONS SA DE CV Canada 415 Vista Hermosa Monterrey Monterrey Nuevo Leon, Cp 64620 Mexico		Unsecured				\$233,580.01
16	FIVEPALS INC 866 6th Avenue, 9th Floor New York NY 10001 US		Unsecured				\$231,813.22
17	SABRE GBLB INC Sabre Drive 3150 Md 8510 Southlake TX 76092 US		Unsecured				\$217,490.96
18	EL MAHARAJA DE LA RIVIERA SA DE CV Av Juarez Lote 9 Y 10 Ejido Solidaridad Playa Del Carmen Quintana Roo, Cp 77712 Mexico		Unsecured				\$214,715.61
19	AXA SEGUROS SA DE CV Periferico Sur 3325 Piso 11 San Jeronimo Aculco La Magdalena Contreras Mexico Distrito Federal, Cp 10400 Mexico		Unsecured				\$162,958.63
20	HERNANDEZ SOLIS ADRIANA Jaca 6 Int 502 Santa Cruz Atoyac Benito Juarez Mexico Distrito Federal, Cp 3310 Mexico		Unsecured				\$161,468.64
21	GRUPO POSADAS SAB DE CV-AQCUG Blvd Kukulkan Km 13 Lote 258 B Zona Hotelera Cancun Quintana Roo, Cp 77500 Mexico		Unsecured				\$157,972.94
22	PLAYA MARINA FIESTA AMERICANA PUNTA VARADERO-CFAVA Punta Hicacos Final S/N Matanzas Varadero Matanzas, Cp 42200 Mexico		Unsecured				\$156,947.24
23	FRUTAS Y VERDURAS ZIRACUA SA DE CV Boulevard Flor De Pitahaya Mzn 21 Lt 8 Sn Brisas Del Pacifico Los Cabos Baja California Sur, Cp 23473 Mexico		Unsecured				\$142,219.35
24	GRUPO POSADAS SAB DE CV-FACAG Av Costera Miguel Aleman 97 Club Deportivo Acapulco Guerrero, Cp 39690 Mexico		Unsecured				\$141,597.98
25	GRUPO POSADAS SAB DE CV-FALCG Carr Transpeninsular Km 10.3 Cabo Del Sol, Cabo San Lucas, Baja California Sur, Cp 23410		Unsecured				\$138,091.21

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim	Indicate if claim is contingent, unliquidated, disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
26	JIANLU SA DE CV Av Eje 6 Nave 1 Local A23 Ejidos Del Moral, Iztapalapa Mexico, Distrito Federal, Cp 9040		Unsecured				\$136,496.83
27	PLM PREMIER SAPI DE CV Av. Paseo De La Reforma 445 Piso 9 Cuauhtemoc Cuauhtemoc Mexico Distrito Federal, Cp 6500 Mexico		Unsecured				\$134,998.02
28	DATAVISION DIGITAL SA DE CV Avenida Patriotismo 48 Piso 6 Escandon Miguel Hidalgo Ciudad De Mexico Distrito Federal, Cp 11800 Mexico		Unsecured				\$113,193.91
29	ECODELI COMERCIAL SA DE CV Av Restauradores Ote 1001 Int 2 Fracc Los Arcos Leon Leon Guanajuato, Cp 37490 Mexico		Unsecured				\$111,562.11
30	IBS SOFTWARE AMERICAS INC Circle 75 Parkway 900, Suite 550 Atlanta GA 30339 US		Unsecured				\$110,691.31

OPERADORA DEL GOLFO DE MÉXICO. S.A. DE C.V.

**RESOLUCIONES UNÁNIMES ADOPTADAS FUERA DE SESIÓN POR LOS CONSEJEROS
DE OPERADORA DEL GOLFO DE MÉXICO, S.A. DE C.V. (LA "SOCIEDAD") EN TÉRMINOS
DEL ARTICULO 143 DE LA LEY GENERAL DE SOCIEDADES MERCANTILES.**

*UNANIMOUS RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS OF OPERADORA
DEL GOLFO DE MÉXICO, S.A. DE C.V. (THE "COMPANY") IN TERMS OF ARTICLE 143 OF
THE GENERAL CORPORATIONS LAW.*

Con fundamento en el artículo 143 de la Ley General de Sociedades Mercantiles, con fecha 25 de octubre de 2021, los señores José Carlos Azcárraga Andrade, Jorge Carvalho Couttolenc, Javier Barrera Segura, Arturo Martínez del Campo Saucedo, Gerardo Alonso Rioseco Orihuela, Enrique Calderón Fernández, Fernando López Vázquez y Roberto Álvarez López, miembros del Consejo de Administración de Operadora del Golfo de México, S.A. de C.V. adoptan por unanimidad las siguientes resoluciones

Pursuant to Article 143 of the General Corporations Law, on October 25, 2021, José Carlos Azcárraga Andrade, Jorge Carvalho Couttolenc, Javier Barrera Segura, Arturo Martínez del Campo Saucedo, Gerardo Alonso Rioseco Orihuela, Enrique Calderón Fernández, Fernando López Vázquez and Roberto Álvarez López, members of the Board of Directors of Operadora del Golfo de México, S.A. de C.V., unanimously adopted the following resolutions:

Primero: Se resuelve que, a juicio del Consejo de Administración, es actualmente deseable y en el mejor interés de la Sociedad, sus acreedores y otras partes interesadas que la Sociedad presente una solicitud voluntaria de reorganización bajo el Capítulo 11 de Ley de Quiebras (<i>Bankruptcy Code</i>) de los Estados Unidos de América.	First: <i>It is resolved, that in the judgment of the Board, it is currently desirable and in the best interests of the Company, its creditors, and other parties in interest that the Company file a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code</i>
Segundo: Se resuelve y ratifica que Pablo Azcárraga Andrade, José Carlos Azcárraga Andrade, Francisco Javier Barrera Segura, Arturo Martínez Del Campo Saucedo, Patricio Servitje Azcárraga, Fernando López Vázquez, Gerardo María Leschevin De Prevoisin Romero De Terreros, Roberto Álvarez López, Olga Patricia Gutiérrez Nevárez, José Antonio	Second: <i>It is resolved, that each of Pablo Azcárraga Andrade, José Carlos Azcárraga Andrade, Francisco Javier Barrera Segura, Arturo Martínez Del Campo Saucedo, Patricio Servitje Azcárraga, Fernando López Vázquez, Gerardo María Leschevin De Prevoisin Romero De Terreros, Roberto Álvarez López, Olga Patricia Gutiérrez Nevárez, José Antonio</i>

<p>Monte Arriola, Manuel Ariel Garzón Guapo y Víctor Ángel Bohon Devars, en su carácter de apoderados de la Sociedad (cada uno como "Persona Autorizada" y conjuntamente como "Personas Autorizadas") actuando individual o con otra Persona Autorizada, sean autorizadas y representen a la Sociedad con las más amplias facultades posibles para ejecutar, suscribir y presentar en representación de la Sociedad todo tipo de peticiones, anexos, listas y cualquier otra promoción o solicitud, papeles o documentos, y que tomen cualquier o todas las acciones que consideren necesarias o apropiadas para iniciar y obtener las resoluciones y protecciones correspondientes, incluyendo sin limitación, cualquier acción necesaria para mantener el curso ordinario de los negocios de la Sociedad.</p> <p>Tercero: Se resuelve que las Personas Autorizadas estarán facultadas para determinar el momento de la implementación de la solicitud voluntaria a nombre de la Sociedad, para el inicio del procedimiento bajo el Capítulo 11 de la Ley de Quiebras (Bankruptcy Code) de los Estados Unidos de América y hacer la presentación que corresponda ante el Tribunal de Quiebras de los Estados Unidos de América para el Distrito Sur de Nueva York.</p> <p>Cuarto: Se resuelve que cada una de las Personas Autorizadas o funcionarios de la</p>	<p><i>Monte Arriola, Manuel Ariel Garzón Guapo y Víctor Ángel Bohon Devars, in their capacity as attorneys in fact of the Company, (each an "Authorized Person" and, collectively, the "Authorized Persons") acting alone or with one or more other Authorized Persons be, and they hereby are, authorized and empowered to execute and file on behalf of the Company all petitions, schedules, lists and other motions, papers or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's business.</i></p> <p>Third: <i>It is resolved that the Authorized Persons shall be authorized to determine the time when to execute and verify a voluntary petition on behalf the Company to commence a proceeding under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York.</i></p> <p>Forth: <i>It is resolved that each Authorized Person or officer of the Company, and any of</i></p>
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Sociedad están autorizadas y se les instruye a contratar y mantener en nombre de la Sociedad, los servicios de (i) Cleary Gottlieb Steen & Hamilton LLP, (ii) Ritch, Mueller y Nicolau, S.C., (iii) DD3 Capital Partners, S.A. de C.V., (iv) Creel, Garcia-Cuellar, Aiza y Enriquez S.C.; (v) Prime Clerk LLC y (vi) cualquier otro profesional que asista a la Sociedad en el desempeño de sus respectivas funciones en virtud de la Ley de Quiebras (*Bankruptcy Code*) y asuntos concernientes, y en relación con ello, se autoriza e instruye a todas y cada una de dichas personas a llevar a cabo la contratación y pago de los anticipos correspondientes, antes o inmediatamente después de la presentación de la solicitud bajo el Capítulo 11 de la Ley de Quiebras (*Bankruptcy Code*), y a hacer que se presente la respectiva solicitud de autorización para contratar y mantener los servicios de cualquier otro profesional según sea necesario.

Quinto: Se resuelve que cada Persona Autorizada, o cualquier directivo o empleado de la Sociedad, están facultados, en nombre de la Sociedad, para tomar dichas acciones y a realizar, firmar, otorgar, reconocer y entregar (e inscribir en los registros pertinentes, si fuere necesario) todos y cada uno de los acuerdos (incluyendo sus anexos), enmiendas, declaraciones juradas, órdenes, instrucciones, certificados, solicitudes, recibos, estados financieros u otros instrumentos que puedan ser razonablemente

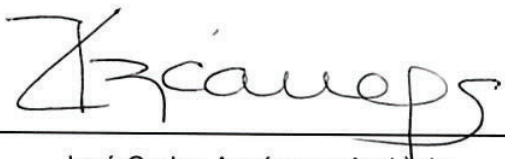
them, be, and hereby is, authorized and directed to retain on behalf of the Company i) Cleary Gottlieb Steen & Hamilton LLP, (ii) Ritch, Mueller y Nicolau, S.C., (iii) DD3 Capital Partners, S.A. de C.V., (iv) Creel, Garcia-Cuellar, Aiza y Enriquez S.C.; (v) Prime Clerk LLC and (vi) any other professionals to assist the Company in carrying out their respective duties under the Bankruptcy Code and related matters, and in connection therewith, such persons be, and any of them hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the case under Chapter 11 of the Bankruptcy Code, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary.

Fifth: *It is resolved that each Authorized Person or officer of the Company and any of them be, and hereby is, authorized and directed, on behalf of any or all of the Company, to take such actions and to make, sign, execute, acknowledge, and deliver (and record in a relevant office of the county clerk, if necessary) any and all agreements (including exhibits thereto), amendments, affidavits, orders, directions, certificates, requests, receipts, financing statements, or other instruments as may be reasonably*

requeridos para dar efecto a las resoluciones anteriores y para otorgar y entregar dichos instrumentos, y para cumplir plenamente los términos y disposiciones de los mismos.

required to give effect to the foregoing resolutions and to execute and deliver such instruments, and to fully perform the terms and provisions thereof.

25 de octubre de 2021
October 25, 2021



José Carlos Azcárraga Andrade

Jorge Carvallo Couttolenc



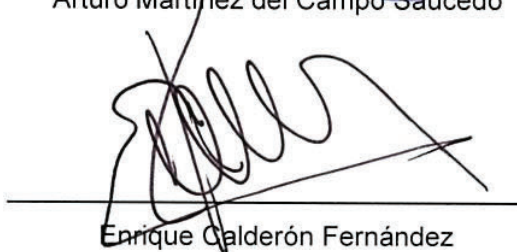
Javier Barrera Segura



Arturo Martínez del Campo Saucedo



Gerardo Alonso Rioseco Orihuela

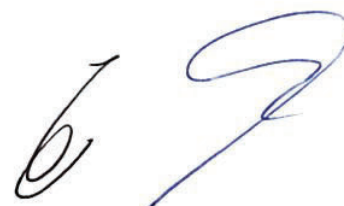


Enrique Calderón Fernández



Fernando López Vázquez

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